

# Alps Industries Limited

**REGD. / CORP. OFFICE**

Plot No 15-B, G. T. Road  
Chaudhary Morh, Ghaziabad  
Uttar Pradesh - 201001

ALPS/165/SE11/2022-23

October 11, 2022

<p>The General Manager Market Operations Deptt., <b>National Stock Exchange of India Ltd.,</b> Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra-Kurla Complex Bandra (E), <b>Mumbai - 400 051</b> Ph - 91-22-2659 8101 - 8114 Fax : 022 - 26598237/38/ 2659 8100 Email -cmlist@nse.co.in</p>	<p>The Relationship Manager Corporate Relationship Deptt., <b>Bombay Stock Exchange Limited,</b> 1<sup>ST</sup> Floor New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, <b>Mumbai-400 001.</b> Ph - 022-22728995 Fax: 022 - 22723121 / 3719/2037/2039/2041/2061 Email - intern.erika@bseindia.com, corp.relations@bseindia.com</p>
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**SUB : SUBMISSION OF CORPORATE GOVERNANCE REPORT UNDER REGULATION 27(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE QUARTER ENDED ON SEPTEMBER 30, 2022.**

Dear Sir,

As required under the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the following document:-

1. Quarterly Compliance Report on Corporate Governance for the Quarter ended on September 30, 2022.

We hope you will find the same in order.

Thanking you,

Yours faithfully,

For **ALPS INDUSTRIES LIMITED**



(Ajay Gupta)  
Company Secretary  
& General Manager - Legal

Encl. a/a.

Contact : +91-9871692058  
Email: info@alpsindustries.com

Website : www.alpsindustries.com  
CIN: L51109UP1972PLC003544

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Plot No 15-B, G. T. Road  
Chaudhary Morh, Ghaziabad  
Uttar Pradesh - 201001

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : **Alps Industries Limited**
2. Quarter ending : **September 30, 2022**

### I. Composition of Board of Directors

Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of members in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sandeep Agarwal	00139439 & ACEPA4737G	Managing Director	01/01/1993	01/04/2020 (Rotational for 3 years)	-	Not Applicable	24-08-1964	1	0	2	0
Mr.	Pramod Kumar Rajput	00597342 & AAAPR4916R	Whole Time Director	11/12/2009	29/09/2020 (Rotational for 3 years)	-	Not Applicable	06-06-1956	1	0	0	0
Mr.	Arun Kumar Bhatnagar	07957636 & ACTPB6456G	Independent Director	13/05/2022	-	-	4 Month 17 days	22.06.1968	1	1	1	0
Mr.	Arun Kumar Pal	09576141 & AGPPP1869F	Independent Director	13/05/2022	-	-	4 Month 17 days	16.07.1959	1	1	2	0

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Mr.	Vikas Lamba	09573001 & AADPL4319E	Independent Director	13/05/2022	-	-	4 Month 17 days	07.02.1963	1	1	2	2
Ms.	Shikha	09573028 & DARPS0935Q	Independent Director	13/05/2022	-	-	4 Month 17 days	20.11.1991	1	1	0	0

Whether Regular chairperson appointed: **No**

Whether Chairperson is related to managing director or CEO: **No**

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. Sandeep Agarwal	Managing Director & Member	01-01-1993	-
		Mr. Vikas Lamba	Chairperson of the committee & Independent Director-Member	13-05-2022	-
		Mr. Arun Kumar Bhattar	Independent Director & Member	13-05-2022	-
		Mr. Arun Kumar Pal	Independent Director & Member	13-05-2022	-
2. Nomination & Remuneration Committee	No	Mr. Vikas Lamba	Chairperson of the committee & Independent Director-Member	13-05-2022	-
		Mr. Arun Kumar Pal	Independent Director & Member	13-05-2022	-
		Ms. Shikha	Independent Director & Member	13-05-2022	-
<b>3. Risk Management Committee(if applicable)</b>	<b>Not Applicable</b>				
4. Stakeholders Relationship Committee'	No	Mr. Sandeep Agarwal	Managing Director & Member	01-01-1993	-
		Mr. Vikas Lamba	Chairperson of the committee & Independent Director-Member	13-05-2022	-
		Mr. Arun Kumar Pal	Independent Director & Member	13-05-2022	-

## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
13/05/2022	11/08/2022	Yes	6	4	89
30/05/2022	-	-	-	-	-



**IV. Meetings of Committees****1. AUDIT COMMITTEE**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
11/08/2022	Yes	4	3	30/05/2022	72

**2. STAKEHOLDER RELATIONSHIP COMMITTEE**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
11/08/2022	Yes	3	2	30/05/2022	72

**3. NOMINATION AND REMUNERATION COMMITTEE**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
	-	-	-	13/05/2022	-

**V. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	YES

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - Audit Committee
  - Nomination & Remuneration Committee
  - Stakeholders Relationship Committee
  - Risk management committee (applicable to the top 100 listed entities): **Not Applicable**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.





This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. **Report was placed before the board and adopted by the board.**


  
**Ajay Gupta**  
**Company Secretary &**  
**General Manager-Legal**

Date: 11.10.2022  
Place: Ghaziabad



## ANNEXURE I

1. Name of Listed entity: **Alps Industries Limited**
2. Quarter ending: **September 30, 2022**

<b>Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
 <p><b>Ajay Gupta</b> Company Secretary &amp; General Manager- Legal</p> <p><b>Date: 11.10.2022</b> <b>Place: Ghaziabad</b></p>		

Half year ending – September 30, 2022

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfortletter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL



*M. A. R.*



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt/valued by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

**II. Affirmations:**

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

  
**Ashok Kumar Singhal**  
**CFO**

